

CMM:AT
F. #2024R00292

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF NEW YORK
----- X

UNITED STATES OF AMERICA

- against -

VINCENT CAMARDA,

Defendant.

----- X

THE UNITED STATES ATTORNEY CHARGES:

INFORMATION

CR-26 0051

(T. 15, U.S.C., §§ 78j(b) and 78ff, 80b-6,
80b-14 and 80b-17; T. 18, U.S.C.,
§§ 981(a)(1)(C), 2 and 3551 *et seq.*;
T. 21, U.S.C., § 853(p); T. 28, U.S.C.,
§ 2461(c))

CHOUHDURY, J.

WICKS, M.J.

INTRODUCTION

At all times relevant to this Information, unless otherwise indicated:

I. The Defendant, Relevant Entities and Relevant Individuals

1. The defendant VINCENT CAMARDA resided in Amityville, New York.

CAMARDA was registered as an investment adviser with the United States Securities and Exchange Commission (“SEC”).

2. In or about and between June 2014 and December 2024, the defendant VINCENT CAMARDA, together with others, operated A.G. Morgan Financial Advisors, LLC (“AGM”), which was incorporated in New York. AGM was registered as an investment adviser with the SEC. In his capacity as an investment adviser with AGM, CAMARDA made investment-related recommendations to AGM’s clients; had discretion, including trading and investment authority, over AGM’s clients’ accounts; ordered trades and investments; and managed AGM’s clients’ investment portfolios.

3. In or about and between January 2017 and December 2024, the defendant VINCENT CAMARDA, together with others, established several investment funds.

Specifically, CAMARDA, together with others, established the: (i) AGM Capital Fund I, LLC; (ii) AGM Capital Fund II, LLC; (iii) Omni Diversified Fund LLC; (iv) Omni Diversified Fund III, LLC; (v) Windsor Capital Fund, LLC; (vi) Windsor Capital Fund II, LLC; and (vii) Wilshire Capital Fund, LLC (collectively, the “Camarda Funds”).

4. Complete Business Solutions Group, d/b/a Par Funding (“Par Funding”), was a Delaware corporation that had offices in Pennsylvania and Florida. Par Funding operated a merchant cash advance business through which it provided short-term loans to small businesses.

5. MHL Union Alliance, LLC (“MHL”) was a Wyoming corporation that had offices in Wyoming.

6. Millennium Holdings Limited LLC (“Millennium”) was a Wyoming corporation that had offices in Wyoming. Millenium made mining-related investments throughout the United States.

7. Buzz’d Express Coffee, LLC (“BEC”) was a New York State Corporation principally operated by a relative of the defendant VINCENT CAMARDA, an individual whose identity is known to the United States Attorney. CAMARDA was BEC’s President.

8. Victim-1, an individual whose identity is known to the United States Attorney, was a resident of Suffolk County, New York. Victim-1 was a client of and had assets managed by the defendant VINCENT CAMARDA and AGM.

9. Victim-2, an individual whose identity is known to the United States Attorney, was a resident of Nassau County, New York. Victim-2 was a client of and had assets managed by the defendant VINCENT CAMARDA and AGM.

10. Victim-3, an individual whose identity is known to the United States Attorney, was a resident of Brooklyn, New York. Victim-3 was a client of and had assets managed by the defendant VINCENT CAMARDA and AGM.

11. Victim-4, an individual whose identity is known to the United States Attorney, was a resident of Brooklyn, New York. Victim-4 was a client of and had assets managed by the defendant VINCENT CAMARDA and AGM.

12. Victim-5, an individual whose identity is known to the United States Attorney, was a resident of Nassau County, New York. Victim-5 was a client of and had assets managed by the defendant VINCENT CAMARDA and AGM.

13. Victim-6, an individual whose identity is known to the United States Attorney, was a resident of New York, New York. Victim-6 was a client of and had assets managed by the defendant VINCENT CAMARDA and AGM.

II. Relevant Regulatory Principles and Definitions

14. A “security” was, among other things, any note, stock, bond, debenture, evidence of indebtedness, investment contract or participation in any profit-sharing investment.

15. A “private placement memorandum” (“PPM”), also known as a private offering document and confidential offering memorandum, was a securities disclosure document used in a private offering of securities by a company or investment fund.

16. A “management fee” was a periodic payment based on a fund’s assets under management, which was paid by a fund to the fund’s investment adviser for advisory and administrative services.

III. The Fraudulent Scheme

17. In or about and between January 2017 and December 2024, the defendant VINCENT CAMARDA engaged in a scheme to defraud the Victims, including Victim-1 through Victim-6, some of whom were elderly, in several ways. CAMARDA solicited funds from the Victims by making material misrepresentations, both in PPMs and orally, regarding the investment of their funds. Specifically, CAMARDA made false statements to the Victims about the nature of the investments, knowing that the Victims would not have invested had they been apprised of the truth, and CAMARDA derived a financial benefit from investing the Victims’ funds in those investments.

18. To solicit funds from the Victims, the defendant VINCENT CAMARDA, at various times, made materially false representations regarding the risk profile of the investments. For example, CAMARDA, together with others, falsely represented, in sum and substance, that investments in the Camarda Funds were “safe” or “low-risk,” when, in fact, they were not. In truth, CAMARDA repeatedly invested the Victims’ funds in high-risk ventures that he knew the Victims would not have invested in if they had been apprised of the true risks.

19. In furtherance of the scheme, the defendant VINCENT CAMARDA further misrepresented the diversification of the investments in order to induce the Victims to invest. These misrepresentations were designed to mislead investors into believing that their investments were safer than they actually were. For example, CAMARDA falsely represented that the Camarda Funds intended to invest in multiple businesses in the merchant cash advance

industry. In truth, the Camarda Funds invested only in a single cash advance business – Par Funding. Similarly, CAMARDA falsely represented that the Camarda Funds intended to invest in multiple businesses in the mining business, when, in fact, the Camarda Funds invested in only a single mining business – Millenium. CAMARDA made the same false representations regarding investments in the food service industry, claiming that funds would be spread across multiple food service businesses, when, in reality, CAMARDA invested only in BEC.

20. In addition, the defendant VINCENT CAMARDA failed to disclose material conflicts of interest in connection with the investments made through the Camarda Funds. For example, although CAMARDA invested the Victims' funds in MHL, CAMARDA did not disclose to the Victims that CAMARDA received compensation from MHL. Likewise, although CAMARDA invested the Victims' funds in BEC, CAMARDA did not disclose to the Victims his familial relationship with an individual involved in BEC's operation or that he served as the President of BEC.

21. In addition to the misstatements described above, the defendant VINCENT CAMARDA misappropriated hundreds of thousands of dollars of the Victims' investments in the Camarda Funds and for his personal benefit. Rather than investing those funds as promised, CAMARDA diverted them to himself through wire transfers. Among other things, CAMARDA used these stolen funds to pay for personal expenses and luxury items, including plastic surgery, travel, jewelry and luxury goods.

COUNT ONE
(Securities Fraud)

22. The allegations contained in paragraphs one through 21 are realleged and incorporated as if fully set forth in this paragraph.

23. In or about and between January 2017 and December 2024, both dates being approximate and inclusive, within the Eastern District of New York and elsewhere, the defendant VINCENT CAMARDA, together with others, did knowingly and willfully use and employ one or more manipulative and deceptive devices and contrivances, contrary to Rule 10b-5 of the Rules and Regulations of the United States Securities and Exchange Commission, Title 17, Code of Federal Regulations, Section 240.10b-5, by: (a) employing one or more devices, schemes and artifices to defraud; (b) making one or more untrue statements of material fact and omitting to state one or more material facts necessary in order to make the statements made, in light of the circumstances in which they were made, not misleading; and (c) engaging in one or more acts, practices and courses of business which would and did operate as a fraud and deceit upon one or more investors and prospective investors in the Camarda Funds, in connection with the purchase and sale of investments in the Camarda Funds, directly and indirectly, by use of means and instrumentalities of interstate commerce and the mails.

(Title 15, United States Code, Sections 78j(b) and 78ff; Title 18, United States Code, Sections 2 and 3551 et seq.)

COUNT TWO
(Investment Adviser Fraud)

24. The allegations contained in paragraphs one through 21 are realleged and incorporated as if fully set forth in this paragraph.

25. In or about and between January 2017 and December 2024, both dates being approximate and inclusive, within the Eastern District of New York and elsewhere, the defendant VINCENT CAMARDA, together with others, did knowingly and willfully use and cause to be used the mails and means and instrumentalities of interstate commerce, directly and indirectly: (a) to employ one or more devices, schemes and artifices to defraud the Victims;

(b) to engage in one or more transactions, practices and courses of business which operated as a fraud and deceit upon the Victims; and (c) to engage in one or more acts, practices and courses of business which were fraudulent, deceptive and manipulative.

(Title 15, United States Code, Sections 80b-6, 80b-14 and 80b-17; Title 18, United States Code, Sections 2 and 3551 et seq.)

CRIMINAL FORFEITURE ALLEGATION
AS TO COUNT ONE

26. The United States hereby gives notice to the defendant that, upon his conviction of the offense charged in Count One, the government will seek forfeiture in accordance with Title 18, United States Code, Section 981(a)(1)(C) and Title 28, United States Code, Section 2461(c), which require any person convicted of such offense to forfeit any property, real or personal, constituting, or derived from, proceeds obtained directly or indirectly as a result of such offense.

27. If any of the above-described forfeitable property, as a result of any act or omission of the defendant:

- (a) cannot be located upon the exercise of due diligence;
- (b) has been transferred or sold to, or deposited with, a third party;
- (c) has been placed beyond the jurisdiction of the court;
- (d) has been substantially diminished in value; or
- (e) has been commingled with other property which cannot be divided

without difficulty,

it is the intent of the United States, pursuant to Title 21, United States Code, Section 853(p), to seek forfeiture of any other property of the defendant up to the value of the forfeitable property described in this forfeiture allegation.

(Title 18, United States Code, Section 981(a)(1)(C); Title 21, United States Code, Section 853(p); Title 28, United States Code, Section 2461(c))

By David Pittluck, Assistant U.S. Attorney
JOSEPH NOCELLA, JR.
UNITED STATES ATTORNEY
EASTERN DISTRICT OF NEW YORK

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